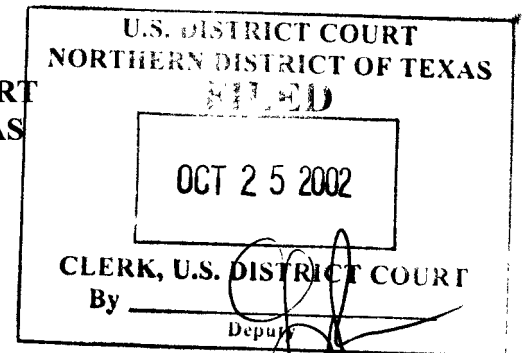


**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**



**TERRY L. TROUPE, CLARENCE A.  
ANDERSON, AVERY B. CASSELBERRY,  
RALPH P. JONES, TONY M. JONES,  
ZENFORD JONES, MELVIN SANDERS,  
VICTOR E. TWINE, and ERIC FLYNN,  
on behalf of themselves and on behalf of  
all others similarly situated,**

**Plaintiffs,**

**v.**

**RANDALL'S FOOD & DRUGS, INC.,  
d/b/a TOM THUMB FOOD &  
PHARMACY, TOM THUMB FOOD &  
DRUGS, and SIMON DAVID,**

**Defendant.**

**Civil Action No. 3-98-CV-2462-P**

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**ADMINISTRATOR'S STATEMENT FOR WORK  
PERFORMED AND FOR EXPENSES INCURRED**

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Pursuant to Paragraph VI.A.1. of the Consent Decree, the Administrator hereby submits the attached statements for work performed in the administration of the Consent Decree and the Settlement Fund for the time period June 1, 2001 through August 30, 2002 (Attachment 1) and for the expenses incurred in the administration of the Consent Decree and the Settlement Fund for the time period August 3, 2001 through October 25, 2002 (Attachment 2). Receipts for expenses incurred are attached to the expense statement.

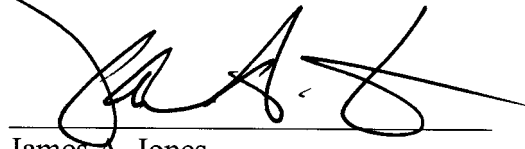
Although the fees and expenses for these time periods total \$362, 703.04, the Administrator seeks payment of only \$347, 953.67, the balance remaining in the Monitoring

80

Fund. No future Statements for work performed and expenses incurred will be submitted. All future fees and expenses incurred shall, pursuant to the terms of the Consent Decree, be the responsibility of the Administrator.

Pursuant to the terms of the Consent Decree, the Court may within fifteen days of the receipt of this Statement "either approve payment of the statement or may meet with Class Counsel regarding any questions or concerns the Court may have in connection with such statement. After the expiration of fifteen days of the Court's receipt of such statement, if the Court has not notified Class Counsel of its intent to hold a meeting regarding such statement, the statement shall be deemed approved and disbursements may be made from the Monitoring Fund."

Respectfully submitted,

A handwritten signature in black ink, appearing to be "James A. Jones", written over a horizontal line.

James A. Jones  
(TX Bar No. 10908300)

**JONES & ASSOCIATES, P.C.**

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Dallas, Texas 75205  
(214) 219-3456  
(214) 219-9309 (fax)

**Attorneys for Plaintiffs  
And the Class**